David Wawro (DW 3282) Ian M. Goldrich (IG 5653) TORYS LLP 237 Park Avenue New York, New York 10017 Telephone: (212) 880-6000 Facsimile: (212) 682-0200 Attorneys for Defendant

UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

D.B. ZWIRN SPECIAL OPPORTUNITIES : FUND, L.P., :

Civil Action No. 08 Civ. 3125(SAS)

Plaintiff,

ANSWER OF DEFENDANT TAMA BROADCASTING, INC.

- against -

TAMA BROADCASTING, INC.,

Defendant.

Defendant Tama Broadcasting, Inc. ("Tama") for its Answer to the Complaint:

- 1. Denies the allegation set forth in paragraph 1 and refers to the Amended Financing Agreement for the terms thereof.
- 2. Denies knowledge or information sufficient to form a belief as to the truth of the allegations in paragraph 2.
- 3. Admits the allegations in paragraph 3, except denies that Tama owns and operates radio stations throughout Florida and Georgia insofar as it does not hold any licenses from the Federal Communications Commission to do so.
- 4. Denies the allegations in paragraph 4 and refers to the Amended Financing Agreement for the terms thereof.
 - 5. Admits the allegations in paragraphs 5 through 11.

- 6. Denies the allegations in paragraph 12 and refers to the Amended Financing Agreement for the terms thereof, except admits that Tama has failed to pay certain of its obligations under the Amended Financing Agreement.
- 7. Denies the allegations in paragraph 13, except admits entering into the Forbearance Agreement and refers to the Forbearance Agreement for the terms thereof.
- 8. Denies the allegation in paragraph 14 and refers to the Forbearance Agreement for the terms thereof, except admits that Tama has not made any payments since February 15, 2007.
- 9. Denies the allegations in paragraph 15 and refers to the Amended Financing Agreement for the terms thereof.
- 10. Denies the allegations in paragraph 16 and refers to the Amended Financing Agreement for the terms thereof, except admits that Tama has failed to pay certain amounts due and that plaintiff seeks the relief stated therein.
- 11. Denies the allegations in paragraph 17, except admits that plaintiff seeks the relief requested therein.
- 12. Denies the allegations in paragraph 18 and refers to the Amended Financing Agreement for the terms thereof.
- 13. The allegations in paragraphs 20 through 23 are legal conclusions to which no answer is required, but to the extent any answer is required, such allegations are denied.

FIRST DEFENSE

This action should be dismissed by reason of plaintiff's failure to join indispensable parties.

SECOND DEFENSE

The relief requested is violative of Federal Communications Act Section 310(d).

THIRD DEFENSE

The relief requested is violative of the Federal Communications Commission policy against the transfer of bare licenses.

FOURTH DEFENSE

The action should be stayed in light of the pendency of Federal Communications Commission Complaint EB-08-IH-0692, *Tama Broadcasting, Inc. v. D.B. Zwirn, Bernard Radio and Straight Way Radio*.

WHEREFORE, Tama respectfully requests the complaint be dismissed.

Dated: April 15, 2008

s/ David Wawro

David Wawro (DW 3282) Ian M. Goldrich (IG 5653) Torys LLP 237 Park Avenue New York, New York 10017 Telephone: (212) 880-6000

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and

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Attorneys for Defendant

SOUTHERN DISTRICT OF NEW YORK	Y.
D.B. ZWIRN SPECIAL OPPORTUNITIES FUND, L.P.,	x : : Civil Action No. 08 Civ. 3125 (SAS)
Plaintiff,	: AFFIDAVIT OF SERVICE
- against -	;
TAMA BROADCASTING, INC.	
Defendant.	
	: X
STATE OF NEW YORK)	
SS:	
COUNTY OF NEW YORK)	

Joy Ann Auringer, being duly sworn, deposes and says as follows:

- 1. I am employed by Torys LLP, attorneys for the defendant herein, that I am over 18 years of age, and that I am not a party to the within action.
- 2. On the 15th day of April, 2008, deponent served a true copy of the annexed ANSWER OF DEFENDANT TAMA BROADCASTING, INC. by depositing same in an official depository under the exclusive care and custody of the United States Postal Service within the State of New York, contained in a securely sealed postpaid wrapper addressed to Steven Paradise, Esq. at Vinson & Elkins LLP, 666 Fifth Avenue, 26th Floor, New York, New York 10103-0040, this being the address designated by plaintiff for that purpose upon the preceding papers in this action.

Sworn to before me this 15th day of April, 2008

DARRELL WILLIAMS
NOTARY PUBLIC, State of New York
No. 31-4775750
Qualified in New York County
Commission Expires TAN 37,20